

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

GERALD GEORGE, et al.,)	
)	
Plaintiffs,)	
)	
v.)	Case No. 08 CV 3799
)	
KRAFT FOODS GLOBAL, INC., et al.;)	Judge Ruben Castillo
)	
Defendants)	

MOTION FOR LEAVE TO WITHDRAW AS COUNSEL

Catherine W. Joyce, Michael P. Roche, and Jonathan E. Rosemeyer, pursuant to Local Rules 83.17 and 83.51.16, respectfully move the Court for leave to withdraw as counsel for Defendants Corporate Employee Plans Investment Committee of the Board of Directors of Altria Group, Inc., Altria Corporate Services Inc., and Benefits Investment Group of Altria Corporate Services, Inc. (collectively, the “Altria Defendants”) in the above-captioned matter. In support of this motion, Catherine W. Joyce, Michael P. Roche and Jonathan E. Rosemeyer state as follows:

1. Catherine W. Joyce, Michael P. Roche and Jonathan E. Rosemeyer of Winston & Strawn LLP (collectively, the “Winston & Strawn attorneys”) are currently the counsel of record for the Altria Defendants in the above-captioned case. The Winston & Strawn attorneys have represented the Altria Defendants since the initial stages of the case in this Court.

2. On or around August 20, 2008, Steven Gilford and Sheri Davis of Proskauer Rose LLP (“Proskauer Rose”) filed appearances on behalf of the Altria Defendants.

3. The Altria Defendants have requested that Proskauer Rose take over all representation of them in this matter, and that the Winston & Strawn attorneys cease representation of them in this matter.

4. Pursuant to Rules 83.17 and 83.51.16, and the Altria Defendants' request that Proskauer Rose take over all representation duties in this case, Catherine W. Joyce, Michael P. Roche, and Jonathan E. Rosemeyer respectfully seek leave to withdraw as counsel of record.

5. This Motion is not made for the purposes of delay or other improper motive. The Winston & Strawn attorneys have taken and will continue to take all reasonable steps to ensure an orderly transition of this case to the Altria Defendants and their new counsel.

WHEREFORE, Catherine W. Joyce, Michael P. Roche, and Jonathan E. Rosemeyer respectfully request that the Court grant them leave to withdraw as counsel for the Altria Defendants.

Dated: August 20, 2008

Respectfully submitted,

CORPORATE EMPLOYEE PLANS INVESTMENT
COMMITTEE OF THE BOARD OF DIRECTORS OF
ALTRIA GROUP, INC., ALTRIA CORPORATE
SERVICES INC., and BENEFITS INVESTMENT
GROUP OF ALTRIA CORPORATE SERVICES, INC.

By: /s/ Catherine W. Joyce
One of Defendants' Attorneys

Catherine W. Joyce
Michael P. Roche
Jonathan E. Rosemeyer
WINSTON & STRAWN LLP
35 West Wacker Drive
Chicago, Illinois 60601
(312) 558-5600
cjoyce@winston.com

CERTIFICATE OF SERVICE

The undersigned counsel for the Altria Defendants hereby certifies that she caused a true and correct copy of the foregoing Notice of Motion to Dismiss to be served upon the following counsel of record:

Nelson G. Wolff
Troy A. Doles
Schlichter, Bogard & Denton
100 South Fourth Street
Suite 900
St. Louis, Missouri 63102
nwolff@uselaws.com
tdoles@uselaws.com

Ronald J. Kramer
Ian H. Morrison
Amanda A. Sonneborn
Sam Schwartz-Fenwick
SEYFARTH SHAW LLP
131 South Dearborn Street, Suite 2400
Chicago, IL 60603
rkramer@seyfarth.com
imorrison@seyfarth.com
asonneborn@seyfarth.com
sschwartz@seyfarth.com

by electronic filing, this 20th day of August, 2008.

/s/ Catherine W. Joyce